

Fill in this information to identify the case:

United States Bankruptcy Court for the:
WESTERN DISTRICT OF TEXAS

Case number (if known): _____ Chapter **11**

☐ Check if this is an amended filing

Official Form 205

Involuntary Petition Against a Non-Individual

12/15

Use this form to begin a bankruptcy case against a non-individual you allege to be a debtor subject to an involuntary case. If you want to begin a case against an individual, use the *Involuntary Petition Against an Individual* (Official Form 105). Be as complete and accurate as possible. If more space is needed, attach any additional sheets to this form. On the top of any additional pages, write debtor's name and case number (if known).

Part 1: Identify the Chapter of the Bankruptcy Code Under Which Petition is Filed

1. Chapter of the Bankruptcy Code

Check one:

☐ Chapter 7

☒ Chapter 11

Part 2: Identify the Debtor

2. Debtor's name

Upper Padre Partners, L.P.

3. Other names you know the debtor has used in the last 8 years

Include any assumed, names, trade names, or *doing business as* names.

4. Debtor's federal Employer Identification Number (EIN)

☐ Unknown

4 6 - 2 0 2 0 9 6 7
 EIN

5. Debtor's address

Principal place of business

Mailing address, if different

381 East Austin Street

Number Street

Number Street

New Braunfels

TX 78130

City

State ZIP Code

P.O. Box

City

State ZIP Code

Location of principal assets, if different from principal place of business

14353 Commodores Dr.

Number Street

Comal

County

Corpus Christi

TX 78418

City

State ZIP Code

6. Debtor's website (URL)

Debtor Upper Padre Partners, L.P. Case number (if known) _____
 Name

7. Type of debtor
- ☐ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))
- ☒ Partnership (excluding LLP)
- ☐ Other type of debtor. Specify: _____

8. Type of debtor's business
- Check one:
- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the types of business listed.
- ☐ Unknown type of business.

9. To the best of your knowledge, are any bankruptcy cases pending by or against any partner or affiliate of this debtor?
- ☒ No
- ☐ Yes. Debtor _____ Relationship _____
 District _____ Date filed _____ Case number, if known _____
 MM / DD / YYYY

Part 3: Report About the Case

10. Venue
- Check one:
- ☒ Over the last 180 days before the filing of this bankruptcy, the debtor had a domicile, principal place of business, or principal assets in this district longer than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliates, general partner, or partnership is pending in this district.
11. Allegations
- Each petitioner is eligible to file this petition under 11 U.S.C. § 303(b).
- The debtor may be the subject of an involuntary case under 11 U.S.C. § 303(a).
- At least one box must be checked:
- ☒ The debtor is generally not paying its debts as they become due, unless they are the subject of a bona fide dispute as to liability or amount.
- ☐ Within 120 days before the filing of this petition, a custodian, other than a trustee, receiver, or an agent appointed or authorized to take charge of less than substantially all of the property of the debtor for the purpose of enforcing a lien against such property, was appointed or took possession.
12. Has there been a transfer of any claim against the debtor by or to any petitioner?
- ☒ No
- ☐ Yes. Attach all documents that evidence the transfer and any statements required under Bankruptcy Rule 1003(a).

13. Each petitioner's claim	Name of petitioner	Nature of petitioner's claim	Amount of the claim above the value of any lien
	Schlitterbahn NP Water Resort Management	Unpaid operating expenses incurred under Management Agreement	\$2,797,992.90
	Waterpark Management, Inc.	Unpaid loan for Real Property Taxes and payments made on behalf of Debtor to other Lenders.	\$1,857,053.70

Debtor Upper Padre Partners, L.P.
Name

Case number (if known) _____

Total of petitioners' claims \$4,655,046.60

If more space is needed to list petitioners, attach additional sheets. Write the alleged debtor's name and the case number, if known, at the top of each sheet. Following the format of this form, set out the information required in Parts 3 and 4 of the form for each additional petitioning creditor, the petitioner's claim, the petitioner's representative, and the petitioner's attorney. Include the statement under penalty of perjury set out in Part 4 of the form, followed by each additional petitioner's (or representative's) signature, along with the signature of the petitioner's attorney.

Part 4: Request for Relief

WARNING – Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Petitioners request that an order for relief be entered against the debtor under the chapter of 11 U.S.C. specified in this petition. If a petitioning creditor is a corporation, attach the corporate ownership statement required by Bankruptcy Rule 1010(b). If any petitioner is a foreign representative appointed in a foreign proceeding, attach a certified copy of the order of the court granting recognition.

I have examined the information in this document and have a reasonable belief that the information is true and correct.

Petitioners or Petitioners' Representative**Name and mailing address of petitioner**Schlitterbahn NP Water Resort Management

Name

381 E. Austin St.

Number Street

New BraunfelsTX78130

City

State

ZIP Code

Name and mailing address of petitioner's representative, if anyGary Henry

Name

381 E. Austin St.

Number Street

New BraunfelsTX78130

City

State

ZIP Code

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/01/2017
MM / DD / YYYY

X [Signature] President
Signature of petitioner or representative, including representative's title

AttorneysThomas Rice

Printed name

Pulman Cappuccio Pullen Benson & Jones

Firm name, if any

2161 NW Military Hwy

Number Street

San AntonioTX78213

City

State

ZIP Code

Contact phone 210-222-9494Email trice@pulmanlaw.comBar number 24025613State TX

X [Signature]
Signature of attorney

Date signed 5/1/17
MM / DD / YYYY

Debtor Upper Padre Partners, L.P. Case number (if known) _____
 Name

Name and mailing address of petitioner

Waterpark Management, Inc.

Name

381 E. Austin St.

Number Street

New BraunfelsTX78130

City

State

ZIP Code

Name and mailing address of petitioner's representative, if any

Gary Henry

Name

381 E. Austin St.

Number Street

New BraunfelsTX78130

City

State

ZIP Code

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/01/2017

MM / DD / YYYY

X

Gary Henry President
 Signature of petitioner or representative, including representative's title
GARY HENRY

Thomas Rice

Printed name

Pulman Cappuccio Pullen Benson & Jones

Firm name, if any

2161 NW Military Hwy

Number Street

San AntonioTX78213

City

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Contact phone 210-222-9494Email trice@pulmanlaw.comBar number 24025613State TX

X

Thomas Rice
 Signature of attorney

Date signed 5/1/2017
 MM / DD / YYYY